

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

DONALD F. BENOIT, Derivatively on
Behalf of MBNA CORP. and on Behalf of
Himself and All Others Similarly Situation,

Plaintiff,

vs.

BRUCE L. HAMMONDS, KENNETH A.
VECCHIONE, RICHARD K. STRUTHERS,
JOHN R. COCHRAN, III, LANCE L.
WEAVER, CHARLES C. KRULAK,
MICHAEL G. RHODES, JOHN W.
SCHEFLEN, RANDOLPH D. LERNER,
JAMES H. BERICK, MARY M. BOIES,
BENJAMIN R. CIVILETTI, WILLIAM L.
JEWS, STUART L. MARKOWITZ,
WILLIAM B. MILSTEAD, THOMAS G.
MURDOUGH, LAURA S. UNGER, and
KENNETH D. LEWIS,

Defendants,

--and--

BANK OF AMERICA CORPORATION, a
Delaware Corporation, AS SUCCESSOR IN
INTEREST TO MBNA CORP., and MBNA
CORP., a Maryland Corporation,

Nominal Defendants.

Civ. No. 07-CV-561

STIPULATION AND ORDER

IT IS HEREBY STIPULATED AND AGREED, by and between

undersigned counsel for the parties herein, subject to the Order of this Court, as follows:

1. Plaintiff Donald F. Benoit will file a motion for appointment as Lead Plaintiff and for approval of selection of Lead Counsel by no later than December 10, 2007.
2. Lead Plaintiff will serve a consolidated amended complaint no later than sixty days after the Court's decision on the motion for appointment of Lead Plaintiff and approval of Lead Counsel.
3. Defendants will answer, move to dismiss or otherwise respond to the consolidated amended complaint no later than sixty days after the amended complaint is filed.
4. In the event that a motion to dismiss is filed, Lead Plaintiff will have sixty days to file its answering brief and the moving Defendant or Defendants will have forty-five days thereafter to submit a reply brief.
5. This Stipulation shall not be construed as an agreement by Defendants that this Court possesses subject-matter and personal jurisdiction over the claims asserted in this action or as a waiver of Defendants' right to contest jurisdiction.

November 29, 2007

/s/ Richard H. Morse

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SO ORDERED, this ____ day of ____, 2007

Chief, United States District Judge

CERTIFICATE OF SERVICE

I, Richard H. Morse, hereby certify that on November 29, 2007, I caused to be electronically filed a true and correct copy of the foregoing document with the Clerk of the Court using CM/ECF, which will send notification that such filing is available for viewing and downloading to the following counsel of record:

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I further certify that on November 29, 2007, I caused a copy of the foregoing document to be served by e-mail on the above-listed counsel of record.

YOUNG CONAWAY STARGATT & TAYLOR, LLP

/s/ Richard H. Morse

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